

BRISTOL MYERS SQUIBB CO
Form 3
September 03, 2013

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

| | | | | |
|--|---------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Nielsen Anne | | (Month/Day/Year) | BRISTOL MYERS SQUIBB CO [BMY] | |
| (Last) | (First) | 09/01/2013 | | |
| | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| BRISTOL-MYERS SQUIBB COMPANY,Â 345 PARK AVENUE | | | (Check all applicable) | |
| (Street) | | | <input type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| | | | <input checked="" type="checkbox"/> Officer | <input type="checkbox"/> Other |
| | | | (give title below) (specify below) | |
| | | | Chief Compliance & Ethics Off | |
| NEW YORK,Â NYÂ 10154 | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Form filed by One Reporting Person | |
| | | | <input type="checkbox"/> Form filed by More than One Reporting Person | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock, \$0.10 par value | 33,181.195 | D | Â |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|---|---|--|
|---|---|--|---|---|--|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|--------------------|------------------|-----------------|--------------------------------|----------------------------|----------|---------------------------------------|---|
| Market Share Units | Â (1) | 03/02/2014 | Common Stock, \$0.10 par value | 914 | \$ (2) | D | Â |
| Market Share Units | Â (3) | 03/01/2015 | Common Stock, \$0.10 par value | 2,065 | \$ (2) | D | Â |
| Market Share Units | Â (4) | 03/06/2016 | Common Stock, \$0.10 par value | 2,172 | \$ (2) | D | Â |
| Market Share Units | Â (5) | 03/10/2017 | Common Stock, \$0.10 par value | 2,755 | \$ (2) | D | Â |
| Performance Shares | Â (6) | 03/31/2014 | Common Stock, \$0.10 par value | 5,757.6828 | \$ (7) | D | Â |
| Performance Shares | Â (8) | 03/31/2015 | Common Stock, \$0.10 par value | 1,839.9207 | \$ (9) | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Nielsen Anne BRISTOL-MYERS SQUIBB COMPANY 345 PARK AVENUE NEW YORK, NY 10154 | Â | Â | Â Chief Compliance & Ethics Off | Â |

Signatures

/s/ Robert J. Wollin, attorney-in-fact for Anne Nielsen 09/03/2013

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) These market share units will vest on March 2, 2014.

(2) Each market share unit converts into the number of shares of common stock determined by applying a payout factor to the target number of shares vesting on a given date. The payout factor is a ratio of the average of the closing price on the measurement date plus the nine prior trading days divided by the average stock price on the grant date (also a 10-day average). The minimum payout factor that must be achieved to earn a payout is 60% and the maximum payout factor is 200%.

(3) One-half of these market share units will vest on each of March 1, 2014 and March 1, 2015.

(4) One-third of these market share units will vest on each of March 6, 2014, March 6, 2015, and March 6, 2016.

(5) Twenty-five percent of the market share unit award will vest on each of the first, second, third, and fourth anniversaries of the grant date, starting on March 10, 2014.

(6) Consists of 5,317 performance shares and 440.6828 performance shares representing dividend equivalents earned under the 2011-2013 Long-Term Performance Award.

(7) Each performance share converts into one share of common stock upon distribution in the first quarter of 2014.

(8) Consists of 1,740 performance shares and 99.9207 performance shares representing dividend equivalents earned under the 2012-2014 Long Term Performance Award.

(9) Each performance share converts into one share of common stock upon distribution in the first quarter of 2015.

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Remarks:

Exhibit 24 - Power of Attorney

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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